

**UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF TEXAS**

FEDERAL TRADE COMMISSION and  
STATE OF OHIO EX REL. ATTORNEY  
GENERAL DAVE YOST

Case No. 3:19-cv-00196-KC

Plaintiffs,

v.

EDUCARE CENTRE SERVICES, INC., *et al*,

Defendants.

\_\_\_\_\_ /

**MOTION TO WITHDRAW AS COUNSEL FOR THE GLOBEX DEFENDANTS**

The law firm of Greenspoon Marder LLP (“GM”) and B. Eliot New, Richard W. Epstein, Jeffrey A. Backman, and Roy Taub, move before this Honorable Court, pursuant to Local Rule AT-3, to withdraw as counsel of Defendants Globex Telecom, Inc. (“Globex US”) and 9506276 Canada, Inc. (“Globex Canada”) (collectively, the “Globex Defendants”), and in support thereof state as follows:

1. On December 6, 2019, the Globex Defendants retained GM and Attorneys New, Epstein, Backman, and Taub to represent them in this matter.
2. Recently, however, events have arisen that make it impossible for counsel to continue to represent the Globex Defendants’ interests in this matter. First, Globex Canada filed an Assignment in Bankruptcy that resulted in the appointment of a Trustee of the estate of Globex Canada, *i.e.*, MNP Ltd. The Trustee has ceased all operations of Globex Canada, and counsel for the Trustee has advised GM that because the filing of the Assignment of Bankruptcy effected a stay of proceedings pursuant to Sections 69 and 73(2) of the Canadian Bankruptcy and Insolvency Act, Globex Canada no longer requires GM’s assistance. *See also* Dkt. No. 133.

3. Second, as for Globex US, its business and assets are under the custody and control of the Receiver. Globex US, Like Globex Canada, has ceased operations.

4. As GM has been informed, neither Globex Canada nor Globex US currently has any employees or other authorized representative with whom GM can confer and receive instructions. Sally Souheil, for example, resigned from her management role at Globex US. Indeed, as GM understands it, Globex US, at any time material hereto, never had any employees; instead its operations were directed through Globex Canada.

5. GM effectively has no clients. Globex Canada is the subject of Canadian bankruptcy proceedings and has instructed GM to cease all efforts in its behalf. Globex US is defunct and there is no one to instruct GM or to cooperate in the defense of this case. Simply put, there is no human being with whom GM can confer to represent the interests of either Globex Canada or Globex US. As a result, GM is unable to effectively function as counsel to either company.

6. Texas State Bar Disciplinary Rule of Professional Conduct 1.12 speaks to a lawyer's representation of an organization. The lawyer represents the entity, but as the Rule contemplates, the lawyer works with "the entity's duly authorized constituents." Here there are none, making it impossible for GM to represent either entity.

7. The Globex Defendants owe significant attorneys' fees to GM amounting to over \$75,000 and there is no seeming likelihood of payment of those fees or fees for any further legal services. The Trustee for Globex Canada has declared that it cannot pay the outstanding fees and, as it has directed GM to do no further work, will not be responsible for future fees. Following GM's inquiry with the Receiver as to payment of its outstanding attorneys' fees, the Receiver indicated that it will not pay any of GM's outstanding attorneys' fees or for any future legal

services.

8. Counsel is not aware of any successor attorney. Accordingly, in compliance with Local Rule AT-3, counsel provides the names, addresses, and telephone numbers that it has been provided for the Globex Defendants, and the signature of an authorized representative of the Trustee to the estate of 9506276 Canada, Inc. – *i.e.*, Globex Canada – in its capacity under Canadian law as Trustee to sign on behalf of Globex Canada, consenting to counsel's withdrawal:

***Globex Telecom, Inc. (Globex US):*** 112 North Curry Street, Carson City, NV 89703,  
(833) 3-GLOBEX

***9506276 Canada, Inc. (Globex Canada):*** 7075 Place Robert Joncas Suite 225, Saint-Laurent, Quebec, Canada H4M 2Z2, (514) 312-1774

– or –

Hugo Babos-Marchand, Esq., counsel for Trustee MNP Ltd., 1000 rue De La Gauchetière Ouest, Suite 900, Montréal, QC, Canada H3B 5H4, (514) 954-2556



SHERI L. ABERBACK, CIRP, CFE, LIT  
for MNP Ltd., as Designated Trustee

9. GM, however, is unable to obtain client consent or signature for purposes of this Motion from Globex US. As noted above, there are no authorized constituents for Globex US who could provide any such consent or signature.

10. In addition, undersigned counsel requests that all motions, orders, and deadlines, as they relate to Globex US or Globex Canada, including the deadline of January 13, 2019 to respond to the First Amended Complaint, be stayed or extended for thirty (30) days to allow the Globex Defendants to retain new counsel and further consider their options.

Date: January 9, 2020

Respectfully Submitted,

GREENSPOON MARDER LLP

/s/ Richard W. Epstein \_\_\_\_\_

B. ELIOT NEW, ESQ.

(Texas Bar Card No. 24060328)

[eliot.new@gmlaw.com](mailto:eliot.new@gmlaw.com)

RICHARD W. EPSTEIN, ESQ.

(Fla. Bar No. 229091)

(admitted *pro hac vice*)

[richard.epstein@gmlaw.com](mailto:richard.epstein@gmlaw.com)

JEFFREY A. BACKMAN, ESQ.

(Fla. Bar No. 0662501)

(admitted *pro hac vice*)

[jeffrey.backman@gmlaw.com](mailto:jeffrey.backman@gmlaw.com)

ROY TAUB, ESQ.

(Fla. Bar No. 116263)

(admitted *pro hac vice*)

[roy.taub@gmlaw.com](mailto:roy.taub@gmlaw.com)

200 East Broward Blvd., Suite 1800

Fort Lauderdale, Florida 33301

954-491-1120 (Telephone)

954-343-6958 (Facsimile)

*Attorneys for Defendants Globex Telecom,  
Inc. and 9506276 Canada, Inc.*

**CERTIFICATE OF CONFERRAL**

Undersigned counsel certifies that he and Roy Taub conferred via e-mail with Christopher E. Brown and J. Ronald Brooke, Jr., counsel for the FTC, and Erin Leahy, counsel for the State of Ohio, on January 7 and 8, 2020 regarding the requested relief and Plaintiffs stated that they oppose the requested relief.

Dated: January 9, 2020

GREENSPOON MARDER LLP

/s/ Richard W. Epstein \_\_\_\_\_

RICHARD W. EPSTEIN, ESQ.

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that a true and correct copy of the foregoing was served on all counsel of record via ECF on January 9, 2020.

/s/ Richard W. Epstein  
RICHARD W. EPSTEIN, ESQ.